

Exhibit “A”

Resolution

**RESOLUTION OF THE SOLE SHAREHOLDER OF
McCLAIN FARMS, INC.
McCLAIN CATTLE FEEDERS, INC.
7M CATTLE FEEDERS, INC.**

The undersigned, being the sole Shareholder of McClain Farms, Inc., a Kentucky corporation, McClain Cattle Feeders, Inc. a Texas corporation and 7M Cattle Feeders, Inc. a Kentucky corporation (collectively the "Companies"), hereby consents in writing to the adoption of, and does hereby adopt and ratify, the following resolutions by the Companies:

WHEREAS, the Companies entered into that certain Chief Restructuring Officer engagement letter, effective as of April 9, 2023 (the "CRO Letter").

WHEREAS, the Companies entered into that certain Forbearance Agreement, effective as of April 9, 2023 and that certain 1st Amended Forbearance Agreement, effective as of April 13, (the "Forbearance Agreements").
Brian McClain has resigned as an Officer of the Companies.

BE IT RESOLVED, in accordance with the CRO Letter and the Forbearance Agreements, CFO Solutions, LLC d/b/a Amplêo ("Amplêo" or the "CRO") is hereby appointed sole Officer of the Companies.

BE IT RESOLVED, that Glenn Karlberg shall act as Chief CRO, Matthew McKinlay shall act as Assistant CRO, and other Amplêo associates may be called upon to assist at the CRO's discretion.

BE IT RESOLVED, the CRO shall be authorized to act in accordance with the terms of the CRO Letter, and the Forbearance Agreements, including but not limited to, managing the business and operational affairs of the Companies, with the sole authority over the Companies' operational, employment, accounting, and record keeping needs. The CRO shall be further authorized to conduct a liquidation of the Companies' assets, shall have authority to sell all of the Companies' assets, and shall have the power to voluntarily dissolve the Companies.

BE IT RESOLVED, the CRO shall be authorized to change the Companies' Registered Agent at any time by making the appropriate filing with the respective Secretaries of State.

BE IT RESOLVED, the CRO and its representatives are, and each of them is, authorized to establish, close, and re-establish such banking accounts and other banking relationships as they deem advisable, at any time and from time to time, at such institutions as they select, in their sole discretion.

BE IT RESOLVED, the CRO and its representatives are, and each of them is, authorized to execute in the name of and on behalf of the Companies, any form of authorization of corporate signatures or signature cards required by any such institution in order to establish such accounts.

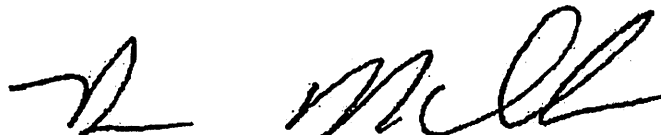
BE IT RESOLVED, the CRO and its representatives are, and each of them is, authorized to cause to be deposited, from time to time, in such accounts with any such depository, such funds of the Companies as such officer or officers or agent or agents of the Companies authorized to make such deposits and to endorse checks, drafts, and other instruments for deposit.

BE IT RESOLVED, the CRO and its representatives are, and each of them acting alone is, hereby authorized, empowered, and directed, on behalf of the Companies, from time to time, to do and perform all such further acts and things and to execute and deliver all such further instruments and documents as they may in their sole and absolute discretion deem reasonable, necessary, or appropriate to carry out, comply with, and effectuate the purposes and intent of the foregoing resolutions and the transactions contemplated thereby.

BE IT FURTHER RESOLVED, that all acts of any officer of the Companies, and any agent acting for the Companies, heretofore taken in connection with the transactions contemplated by the foregoing resolutions be, and they hereby are, approved and ratified in all respects.

IN WITNESS WHEREOF, the undersigned hereby adopts the above resolutions and has hereunder affixed his signature in his capacity as the sole Shareholder of each of the Companies; it being understood that this action by the Shareholder shall be effective retroactively as of the date hereof upon execution by the Member.

DATED: April 13, 2023

A handwritten signature in black ink, appearing to read 'B. McClain', is written over a horizontal line.

Brian McClain, Sole Shareholder